



Emergency Board Action Policy

Adopted July 12, 2026

When an emergency or other urgent matter requires prompt action, the Board Chair must first make reasonable efforts to obtain action by the full Board. The Board may act by unanimous written consent or at a meeting for which the directors have waived any required notice.

If the full Board cannot act in time, the Executive Committee may act on the Board's behalf, but only to the extent reasonably necessary to address the urgent matter.

The Executive Committee must promptly report any action it takes under this policy to the full Board. The Board must review the action for ratification at its next meeting or by written consent.

The Executive Committee may not take any action that applicable law, the Articles of Incorporation, or the Bylaws reserve to the full Board.